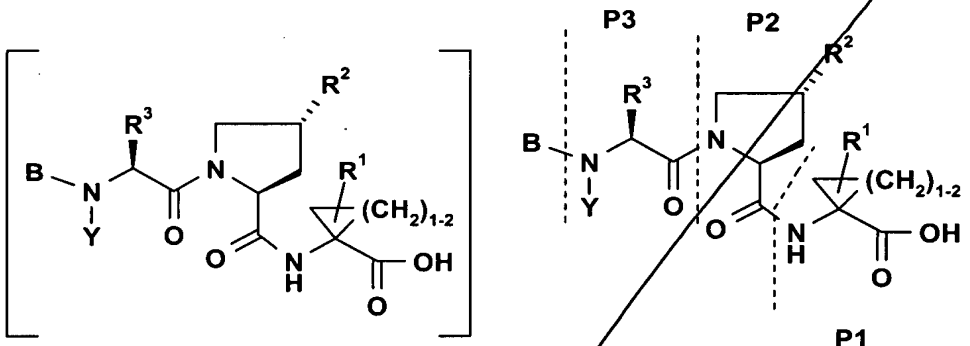
IN THE CLAIMS:

1. (Amended) A compound of formula (I) comprising [the scope of the invention are] racemates, diastereoisomers and optical isomers of



(I)

wherein **B** is H, a C_6 or C_{10} aryl, C_{7-16} aralkyl; Het or (lower alkyl)-Het, all of which optionally substituted with C_{1-6} alkyl; C_{1-6} alkoxy; C_{1-6} alkanoyl; hydroxy; hydroxyalkyl; halo; haloalkyl; nitro; cyano; cyanoalkyl; amino optionally substituted with C_{1-6} alkyl; amido; or (lower alkyl)amide; or **B** is an acyl derivative of formula R_4-C(O)-; a carboxyl of formula R_4-O-C(O)-; an amide of formula R_4-N(R_5)-C(O)-; a thioamide of formula R_4-N(R_5)-C(S)-;or a sulfonyl of formula R_4-SO_2 wherein

R_4 is (i) C_{1-10} alkyl optionally substituted with carboxyl, C_{1-6} alkanoyl, hydroxy, C_{1-6} alkoxy, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido, or (lower alkyl) amide;

(ii) C_{3-7} cycloalkyl, C_{3-7} cycloalkoxy, or C_{4-10} alkylcycloalkyl, all optionally substituted with hydroxy, carboxyl, (C_{1-6} alkoxy)carbonyl, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido, or (lower alkyl) amide;

(iii) amino optionally mono- or di-substituted with C_{1-6} alkyl; amido; or (lower alkyl)amide;

(iv) C_6 or C_{10} aryl or C_{7-16} aralkyl, all optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl)amide, or amino optionally mono- or di-substituted with C_{1-6} alkyl; or

(v) Het or (lower alkyl)-Het, both optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl) amide, or amino optionally mono- or di-substituted with C_{1-6} alkyl;

R_5 is H or C_{1-6} alkyl; with the proviso that when R_4 is an amide or a thioamide, R_4 is not (ii) a

cycloalkoxy;

Y is H or C_{1-6} alkyl;

$\mathbf{R^3}$ is C_{1-8} alkyl, C_{3-7} cycloalkyl, or C_{4-10} alkylcycloalkyl, all optionally substituted with hydroxy, C_{1-6} alkoxy, C_{1-6} thioalkyl, amido, (lower alkyl)amido, C_6 or C_{10} aryl, or C_{7-16} aralkyl;

[R_2] $\underline{R^2}$ is CH_2-$\mathbf{R_{20}}$, NH-$\mathbf{R_{20}}$, O-$\mathbf{R_{20}}$ or S-$\mathbf{R_{20}}$, wherein **[R_{20}** is a saturated or unsaturated C_{3-7} cycloalkyl or C_{4-10} (alkylcycloalkyl), all of which being optionally mono-, di- or tri-substituted with $\mathbf{R_{21}}$,

or $\mathbf{R_{20}}$ is a C_6 or C_{10} aryl or C_{7-14} aralkyl, all optionally mono-, di- or tri-substituted with $\mathbf{R_{21}}$,

or**]** $\mathbf{R_{20}}$ is **[**Het or (lower alkyl)-Het**]** pyrimidinyl, quinazolinyl, (lower alkyl)-pyrimidinyl or (lower alkyl)-quinazolinyl, **[**both**]** each optionally mono-, di- or tri-substituted with $\mathbf{R_{21}}$,

wherein each $\mathbf{R_{21}}$ is independently C_{1-6} alkyl; C_{1-6} alkoxy; lower thioalkyl; sulfonyl; NO_2; OH; SH; halo; haloalkyl; amino optionally mono- or di-substituted with C_{1-6} alkyl, C_6 or C_{10} aryl, C_{7-14} aralkyl, Het or (lower alkyl)-Het; amido optionally mono-substituted with C_{1-6} alkyl, C_6 or C_{10} aryl, C_{7-14} aralkyl, Het or (lower alkyl)-Het; carboxyl; carboxy(lower alkyl); C_6 or C_{10} aryl, C_{7-14} aralkyl or Het, said aryl, aralkyl or Het being optionally substituted with $\mathbf{R_{22}}$;

wherein $\mathbf{R_{22}}$ is C_{1-6} alkyl; C_{3-7} cycloalkyl; C_{1-6} alkoxy; amino optionally mono- or di-substituted with C_{1-6} alkyl; sulfonyl; (lower alkyl)sulfonyl; NO_2; OH; SH; halo; haloalkyl; carboxyl; amide; (lower alkyl)amide; or Het optionally substituted with C_{1-6} alkyl;

$\mathbf{R^1}$ is H; C_{1-6} alkyl, C_{3-7} cycloalkyl, C_{2-6} alkenyl, or C_{2-6} alkynyl, all optionally substituted with halogen;

or a pharmaceutically acceptable salt or ester thereof;

wherein "Het" is defined as a five-membered saturated or unsaturated, including aromatic, heterocycle containing from one to four heteroatoms selected from nitrogen, oxygen and sulfur, wherein said heterocycle is optionally fused to a benzene ring.

21. (amended) A compound of formula I according to claim 1, wherein **[R_2]** $\underline{R^2}$ is S-$\mathbf{R_{20}}$ or O-$\mathbf{R_{20}}$ wherein $\mathbf{R_{20}}$ is a **[**C_6 or C_{10} aryl, C_{7-16} aralkyl, Het or -CH_2-Het**]** pyrimidinyl, quinazolinyl, -CH_2-pyrimidinyl or -CH_2-quinazolinyl, all optionally mono-, di- or tri-substituted with $\mathbf{R_{21}}$, wherein

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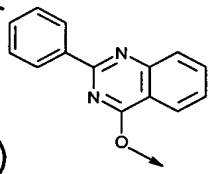
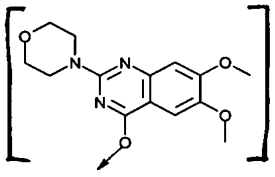
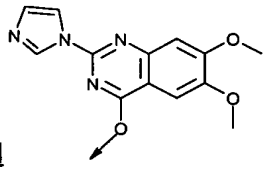
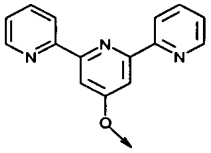
R_{21} is C_{1-6} alkyl; C_{1-6} alkoxy; lower thioalkyl; amino or amido optionally mono-or di-substituted with C_{1-6} alkyl, C_6 or C_{10} aryl, C_{7-16} aralkyl, Het or (lower alkyl)-Het; NO_2; OH; halo; trifluoromethyl; carboxyl; C_6 or C_{10} aryl, C_{7-16} aralkyl, or Het, said aryl, aralkyl or Het being optionally substituted with R_{22}, wherein

R_{22} is C_{1-6} alkyl; C_{3-7} cycloalkyl; C_{1-6} alkoxy; amino; mono- or di-(lower alkyl)amino; (lower alkyl)amide; sulfonylalkyl; NO_2; OH; halo; trifluoromethyl; carboxyl or Het.

25. (amended) A compound of formula I according to claim 21, wherein **[R_2]** R^2 is selected from the group consisting of:

 ;  ; and  ; [and ].

Please cancel claims 26 to 35.

In the following claims, delete "R_1" and insert --R^1--:

Claim 36, line 2; Claim 38, line 1; Claim 39, line 1 and line 3 (in the structures); Claim 40, line 1 and line 3 (in the structures); Claim 42, line 1 and line 3 (in the structure); Claim 43, line 1; Claim 44, line 1.

45. (amended) A compound of formula I according to claim 1, wherein

B is a C_6 or C_{10} aryl or C_{7-16} aralkyl, all optionally substituted with C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} alkanoyl, hydroxy, hydroxyalkyl, halo, haloalkyl, nitro, cyano, cyanoalkyl, amido, (lower alkyl)amido, or amino optionally substituted with C_{1-6} alkyl; or

Het or (lower alkyl)-Het, all optionally substituted with C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} alkanoyl,

hydroxy, hydroxyalkyl, halo, haloalkyl, nitro, cyano, cyanoalkyl, amido, (lower alkyl)amido, or amino optionally substituted with C_{1-6} alkyl, or

B is $\mathbf{R_4}$-SO_2 wherein $\mathbf{R_4}$ is preferably amido; (lower alkyl)amide; C_6 or C_{10} aryl, C_{7-14} aralkyl or Het, all optionally substituted with C_{1-6} alkyl, or

B is an acyl derivative of formula $\mathbf{R_4}$-C(O)- wherein $\mathbf{R_4}$ is

(i) C_{1-10} alkyl optionally substituted with carboxyl, hydroxy or C_{1-6} alkoxy, amido, (lower alkyl)amide, or amino optionally mono- or di-substituted with C_{1-6} alkyl;

(ii) C_{3-7} cycloalkyl or C_{4-10} alkylcycloalkyl, both optionally substituted with hydroxy, carboxyl, (C_{1-6} alkoxy)carbonyl, amido, (lower alkyl)amide, or amino optionally mono- or di-substituted with C_{1-6} alkyl;

(iv) C_6 or C_{10} aryl or C_{7-16} aralkyl, all optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl)amide, or amino optionally substituted with C_{1-6} alkyl;

(v) Het or (lower alkyl)-Het, both optionally substituted with C_{1-6} alkyl, hydroxy, amino optionally substituted with C_{1-6} alkyl, amido, (lower alkyl)amide, or amino optionally substituted with C_{1-6} alkyl, or

B is a carboxyl of formula $\mathbf{R_4}$-O-C(O)-, wherein $\mathbf{R_4}$ is

(i) C_{1-10} alkyl optionally substituted with carboxyl, C_{1-6} alkanoyl, hydroxy, C_{1-6} alkoxy, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido or (lower alkyl)amide;

(ii) C_{3-7} cycloalkyl, C_{4-10} alkylcycloalkyl, all optionally substituted with carboxyl, (C_{1-6} alkoxy)carbonyl, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido or (lower alkyl)amide;

(iv) C_6 or C_{10} aryl or C_{7-16} aralkyl optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl)amido, or amino optionally mono- or di-substituted with C_{1-6} alkyl; or

(v) Het or (lower alkyl)-Het, both optionally substituted with C_{1-6} alkyl, hydroxy, amino optionally mono- or di-substituted with C_{1-6} alkyl, amido or (lower alkyl)amido, or

B is an amide of formula $\mathbf{R_4}$-N($\mathbf{R_5}$)-C(O)- wherein $\mathbf{R_4}$ is

(i) C_{1-10} alkyl optionally substituted with carboxyl, C_{1-6} alkanoyl, hydroxy, C_{1-6} alkoxy, amido, (lower alkyl)amido, or amino optionally mono- or di-substituted with C_{1-6} alkyl;

(ii) C_{3-7} cycloalkyl or C_{4-10} alkylcycloalkyl, all optionally substituted with carboxyl, (C_{1-6} alkoxy)carbonyl, amido, (lower alkyl)amido, or amino optionally mono- or di-substituted with C_{1-6} alkyl;

(iii) amino optionally mono- or di-substituted with C_{1-6} alkyl;

(iv) C_6 or C_{10} aryl or C_{7-16} aralkyl, all optionally substituted with C_{1-6} alkyl, hydroxy, amido, (lower alkyl)amide, or amino optionally substituted with C_{1-6} alkyl; or

(v) Het or (lower alkyl)-Het, both optionally substituted with C_{1-6} alkyl, hydroxy, amino optionally substituted with C_{1-6} alkyl, amido or (lower alkyl)amide; and

R_5 is H or methyl, or

B is thioamide of formula **R_4**-NH-C(S)-, wherein **R_4** is

(i) C_{1-10} alkyl optionally substituted with carboxyl, C_{1-6} alkanoyl or C_{1-6} alkoxy;

(ii) C_{3-7} cycloalkyl or C_{4-10} alkylcycloalkyl, all optionally substituted with carboxyl, (C_{1-6} alkoxy)carbonyl, amino or amido;

Y is H or methyl;

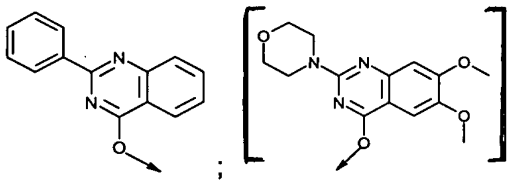
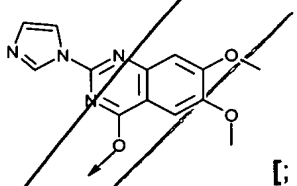
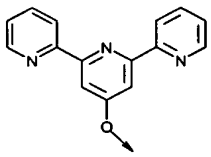
R^3 is C_{1-8} alkyl, C_{3-7} cycloalkyl, or C_{4-10} alkylcycloalkyl, all optionally substituted with hydroxy, C_{1-6} alkoxy, C_{1-6} thioalkyl, acetamido, C_6 or C_{10} aryl, or C_{7-16} aralkyl;

[R_2] R^2 is S-**R_{20}** or O-**R_{20}** wherein **R_{20}** is [preferably a C_6 or C_{10} aryl, C_{7-16} aralkyl, Het or -CH_2-Het] pyrimidinyl, quinazolinyl, -CH_2-pyrimidinyl or -CH_2-quinazolinyl, all optionally mono-, di- or tri-substituted with **R_{21}**, wherein

R_{21} is C_{1-6} alkyl; C_{1-6} alkoxy; lower thioalkyl; amino or amido optionally mono-or di-substituted with C_{1-6} alkyl, C_6 or C_{10} aryl, C_{7-16} aralkyl, Het or (lower alkyl)-Het; NO_2; OH; halo; trifluoromethyl; carboxyl; C_6 or C_{10} aryl, C_{7-16} aralkyl, or Het, said aryl, aralkyl or Het being optionally substituted with **R_{22}**, wherein

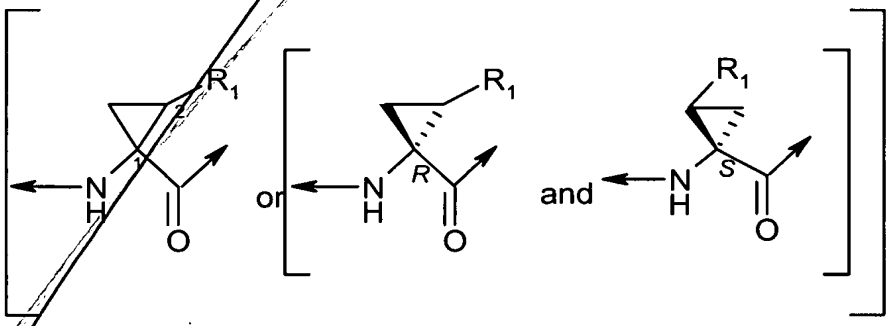
R_{22} is C_{1-6} alkyl; C_{3-7} cycloalkyl; C_{1-6} alkoxy; amino; mono- or di-(lower alkyl)amino; (lower alkyl)amide; sulfonylalkyl; NO_2; OH; halo; trifluoromethyl; carboxyl or Het; or

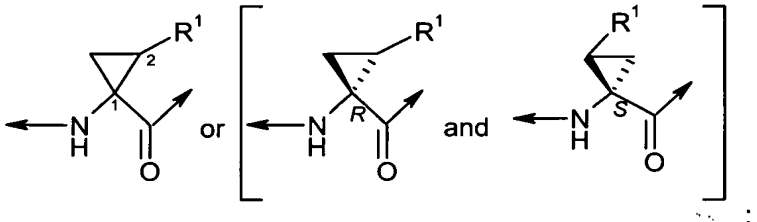
[R_2] R^2 is selected from the group consisting of:


; []; and  [; and  ;]

[or R_2 is 1-naphthylmethoxy; 2-naphthylmethoxy; benzyloxy, 1-naphthyloxy; 2-naphthyloxy; or quinolinoxy unsubstituted , mono- or di-substituted with R_{21} as defined above]; and

the **P1** segment is a cyclopropyl ring, both optionally substituted with **[R_1] $\underline{R^1}$**, wherein R^1 is C_{1-3} alkyl, C_{3-5} cycloalkyl, or C_{2-4} alkenyl optionally substituted with halo, and said **[R_1] $\underline{R^1}$** at carbon 2 is orientated *syn* to the carbonyl at position 1, represented by the radical:



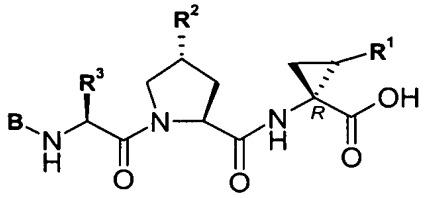


;

or a pharmaceutically acceptable salt or ester thereof.

Please cancel claims 46 to 51.

~~36. 52.~~ 35 (amended) A compound according to claim ~~46~~ represented by the formula:



wherein **B**, **[R_3, R_2, R_1] R^3, R^2, R^1** are as defined below:

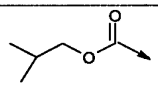
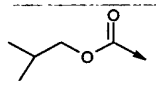
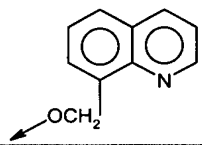
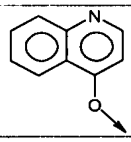
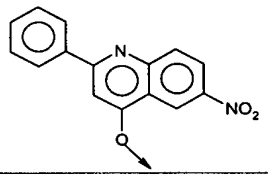
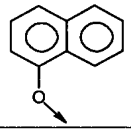
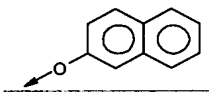
Table 3 Cpd #	B	$[R_3]R^3$	$[R_2]R^2$	$[R_1]$ R^1 *syn* to carboxyl	
[301	Boc	cHex	-O-CH_2-1-naphthyl	ethyl	;
302		iPr	-O-CH_2-1-naphthyl	ethyl	;
303		cHex	-O-CH_2-1-naphthyl	ethyl	;
304	Boc	cHex		ethyl	;
305	Boc	cHex	-O-CH_2-1-naphthyl	vinyl	;
306	Boc	cHex		vinyl	;
307	Boc	cHex		vinyl	;
308	Boc	cHex		vinyl	;
309	Boc	cHex		vinyl	;

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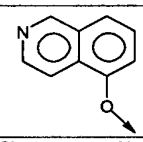
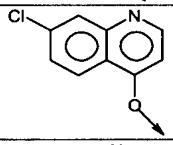
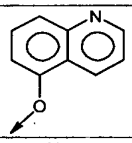
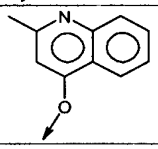
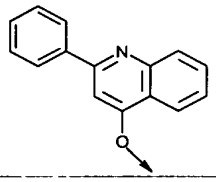
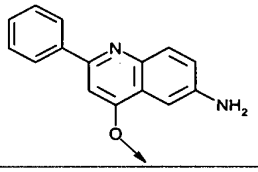
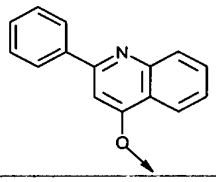
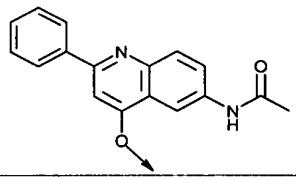
Table 3 Cpd #	B	$[R_3]R^3$	$[R_2]R^2$	$[R_1]\ R^1$ *syn* to carboxyl	
310	Boc	cHex		vinyl	;
311	Boc	cHex		vinyl	;
312	Boc	cHex		vinyl	;
313	Boc	cHex		vinyl	;
314	Boc	cHex		vinyl	;
315	Boc	cHex		vinyl	;
316	Acetyl	cHex		vinyl	;
317	Boc	cHex		vinyl	;

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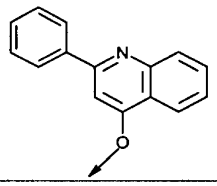
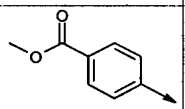
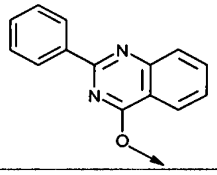
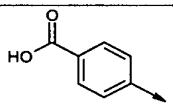
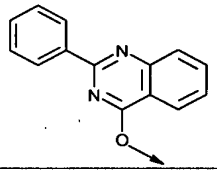
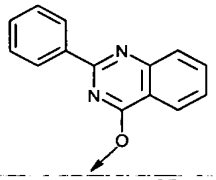
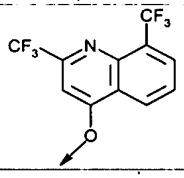
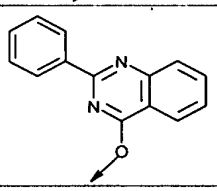
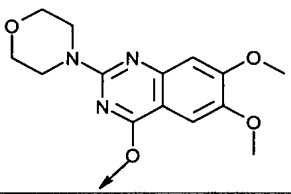
Table 3 Cpd #	B	$[R_3]R^3$	$[R_2]R^2$	$[R_1]$ R^1 *syn* to carboxyl	
318	CF_3-C(O)-	*i-Pr*		vinyl	;]
319		cHex		vinyl	;
320		cHex		vinyl	;
321	Boc	*t*-Bu		vinyl	;
[322	Boc	*t*-Bu		vinyl	;]
323	Boc	*t*-Bu			;
[324	Boc	*t*-Bu		vinyl	;

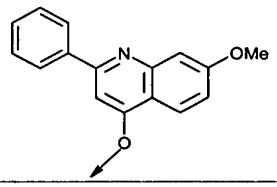
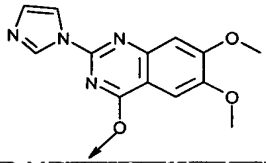
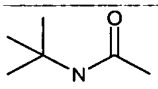
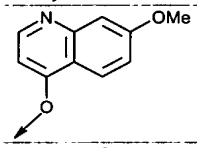
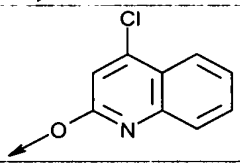
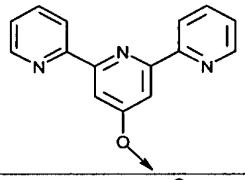
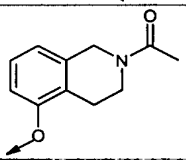
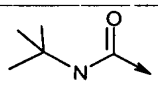
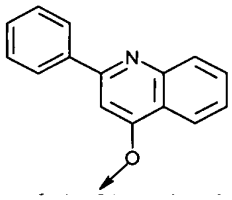
Table 3 Cpd #	B	$[R_3]R^3$	$[R_2]R^2$	$[R_1]$ R^1 *syn* to carboxyl	
325	Boc	*t*-Bu			;]
326	Boc	*t-Bu*		vinyl	;
[327		*t*-Bu		vinyl	;
328	Boc	*t*-Bu		vinyl	;
329	Boc	*t*-Bu		vinyl	;
330	Boc	*t-Bu*		vinyl	;
331		*t*-Bu		vinyl	;

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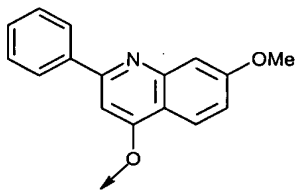
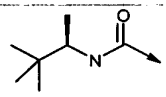
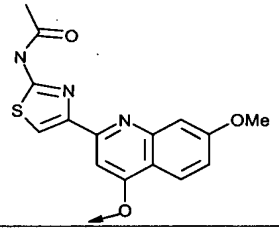
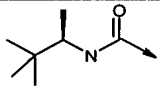
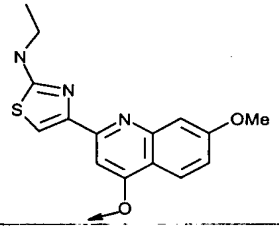
Table 3 Cpd #	B	$[R_3]R^3$	$[R_2]R^2$	$[R_1]$ R^1 *syn* to carboxyl
332	Boc	*t*-Bu		ethyl ;
333		*t*-Bu		vinyl ;
and 334		*t-Bu*		vinyl **].**

53. (amended) A compound according to claim 52, selected from the group consisting of compound #: **[307,314, 317,] 319, 321, [324, 325,]** and **326 [, 327, 329, 331, 332, 333,** and **334].**

Please cancel claims 54 to 65.

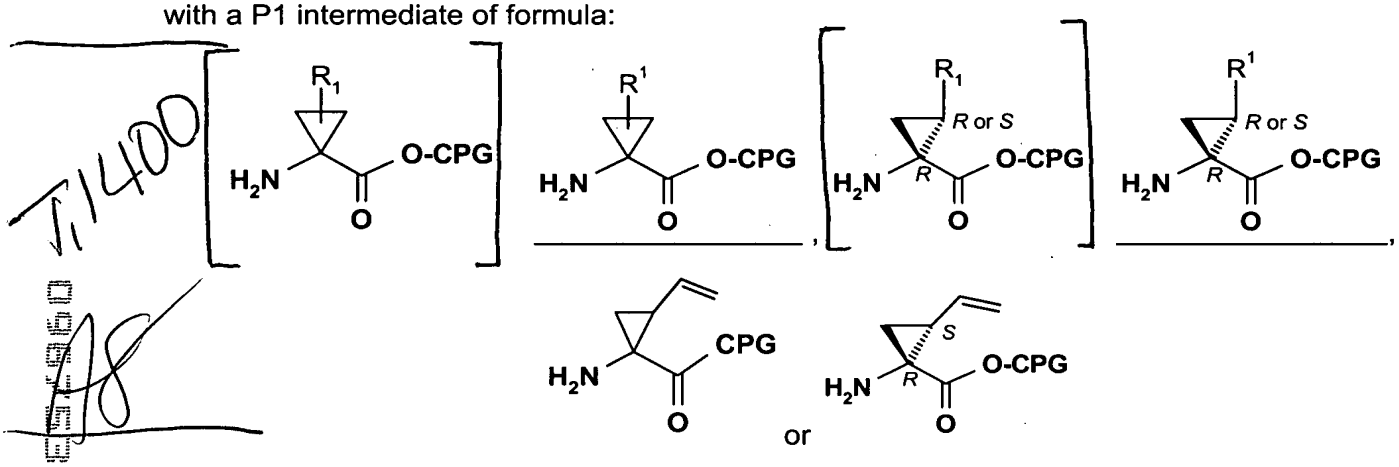
In Claims 67, 68, 69 and 70, line 1 of each claim, delete "by" and insert --comprising--.

73. (amended) A process for the preparation of a peptide analog of formula (I) according to claim 1 wherein P1 is a substituted aminocyclopropyl carboxylic acid residue, comprising the

step of:

coupling a peptide selected from the group consisting of: APG-P3-P2; or APG-P2;

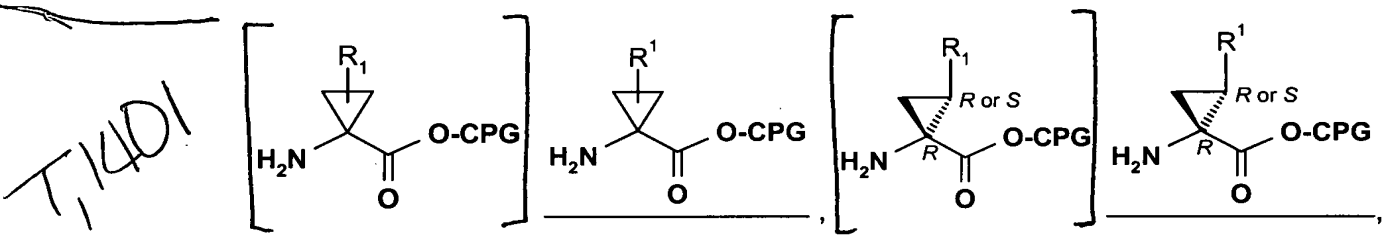
with a P1 intermediate of formula:

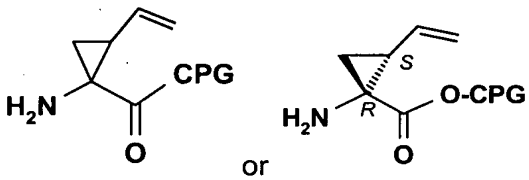


wherein **[R_1]$\underline{R^1}$** is C_{1-6} alkyl, cycloalkyl or C_{2-6} alkenyl, all optionally substituted with halogen, CPG is a carboxyl protecting group and APG is an amino protecting group and P3 and P2 are as defined above.

74. (amended) A process for the preparation of: **[**1)a serine protease inhibitor peptide analog, or 2)**]** a **[**HCV NS3 protease inhibitor**]** peptide analog <u>of formula (I) according to claim 1</u>, this process comprising the step of:

coupling a **[(]**suitably protected**[)]** amino acid, peptide or peptide fragment with a P1 intermediate of formula:

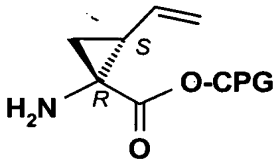




wherein **[R_1]R^1** is C_{1-6} alkyl, cycloalkyl or C_{2-6} alkenyl, all optionally substituted with halogen, and CPG is a carboxyl protecting group.

~~76.~~ (amended) A process for the preparation of: **[**1) a protease inhibitor peptide analog, or 2)**]** a **[**serine protease inhibitor**]** peptide analog of formula (I) according to claim 1, this process comprising the step of:

coupling a **[(]**suitably protected**[)]** amino acid, peptide or peptide fragment with **[**an**]** a P1 intermediate of formula:



wherein CPG is a carboxyl protecting group.

Please cancel claims 76 to 79 and claims 81 to 83, without prejudice.

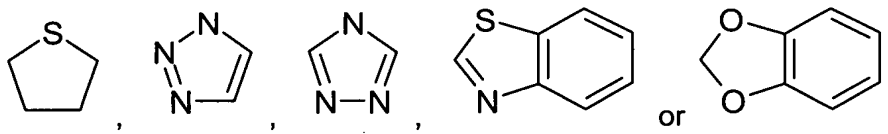
~~84.~~ (amended) **[**Use of**]** Method of preparing **[**an anti-hepatitis C virally effective amount of the compound of formula I according to claim 1, or a therapeutically acceptable salt or ester thereof for the preparation of**]** a composition for treating a hepatitis C viral infection in a mammal comprising combining an anti-hepatitis C virally effective amount of the compound of formula I according to claim 1, or a therapeutically acceptable salt or ester thereof, with a pharmaceutically acceptable carrier medium or auxiliary agent.

85. (amended) [Use of] Method of preparing [a hepatitis C viral NS3 protease inhibiting amount of the compound of formula I according to claim 1, or a therapeutically acceptable salt or ester thereof for the preparation of] a composition for inhibiting the replication of hepatitis C virus comprising combining a hepatitis C viral NS3 protease inhibiting amount of the compound of formula I according to claim 1, or a therapeutically acceptable salt or ester thereof, with a pharmaceutically acceptable carrier medium or auxiliary agent.

86. (amended) [Use of] Method of preparing [an anti-hepatitis C virally effective amount of a combination of the compound of formula I according to claim 1, or a therapeutically acceptable salt or ester thereof, and an interferon for the preparation of] a composition for treating a hepatitis C viral infection in a mammal comprising combining an anti-hepatitis C virally effective amount of a combination of the compound of formula I according to claim 1, or a therapeutically acceptable salt or ester thereof, and an interferon with a pharmaceutically acceptable carrier medium or auxiliary agent.

Please add the following new claim 87:

-- 87. A compound of formula (I) according to claim 1, wherein each Het group is independently selected from the group consisting of pyrrolidine, tetrahydrofuran, thiazolidine, pyrrole, 1,4-dioxane, indole, or any of the following heterocycles:



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REMARKS

The specification and claim 1 have been amended to designate the P1, P2, P3 portions of the